

**EXHIBIT 5**

1 PAUL CARLUCCI  
2 UNITED STATES DISTRICT COURT  
3 SOUTHERN DISTRICT OF NEW YORK

4 -----X  
5 AUSTIN FENNER and IKIMULISA LIVINGSTON,

6 Plaintiffs,  
7 -against-

09 CIV 9832 (BSJ) (RLE)

8 NEWS CORPORATION, NYP HOLDINGS, INC., d/b/a  
9 THE NEW YORK POST and DAN GREENFIELD and  
10 MICHELLE GOTTHELF,

11 Defendants.

12 -----X  
13 SANDRA GUZMAN,

14 Plaintiff,

15 vs. 09 CIV 9323 (BSJ) (RLE)

16 NEWS CORPORATION, NYP HOLDINGS, INC., d/b/a  
17 THE NEW YORK POST, and COL ALLAN, in his  
18 official and individual capacities,

19 Defendants.

20 -----X  
21 VIDEOTAPED DEPOSITION OF PAUL CARLUCCI  
22 New York, New York  
23 Friday, June 22, 2012

24 REPORTED BY: BARBARA R. ZELTMAN  
25 (BOBBIE)  
Professional Stenographic Reporter

Job Number: 50903

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1 PAUL CARLUCCI  
 2 Q And she was going to discuss Human  
 3 Resources, right?  
 4 A Yes.  
 5 Q And you see that Les Goodstein is  
 6 also listed as a presenter for the meeting  
 7 scheduled for September 14, 2009?  
 8 A Yes.  
 9 Q And he was expected to discuss the  
 10 Community Newspaper Group, correct?  
 11 A If he had something to discuss, as  
 12 was Amy, as was -- I did have something to  
 13 discuss, but I don't know if they did have  
 14 something or they did discuss anything that  
 15 day.  
 16 Q And you see that according to  
 17 Deposition Exhibit 14, Col Allan is listed  
 18 as a presenter for that particular meeting,  
 19 as well, correct?  
 20 A Yes.  
 21 Q And Jennifer Jehn is also listed as  
 22 a presenter for that meeting, correct?  
 23 A Yes.  
 24 Q Now, you see under the list of  
 25 names it says "Next Management Council

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1 PAUL CARLUCCI  
 2 The New York Post Management Council?  
 3 MR. KASOWITZ: Object to form.  
 4 A Several years.  
 5 Q Did anyone assign you to the  
 6 Management Council at The New York Post?  
 7 MR. KASOWITZ: Object to form.  
 8 A I'm sorry.  
 9 Q How did you end up being a part of  
 10 the Management Council at The New York Post?  
 11 A I don't recall how I became a  
 12 member. I guess because I was publisher.  
 13 Q Are there other members of The New  
 14 York Post Management Council?  
 15 A Yes.  
 16 Q Can you identify all the members of  
 17 The New York Post Management Council,  
 18 currently?  
 19 A No.  
 20 Q Can you identify any member of  
 21 The New York Post Management Council besides  
 22 yourself?  
 23 A Yes.  
 24 Q Identify any other individual  
 25 who is a member of The New York Post

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1 PAUL CARLUCCI  
 2 meeting, September 21, 2009 at 10:30 a.m."  
 3 Mr. Carlucci, was there a  
 4 Management Council at The New York Post in  
 5 September of 2009?  
 6 A Yes.  
 7 Q Did that Management Council differ  
 8 from the Executive Committee that was in  
 9 existence in September of 2009?  
 10 A Yes.  
 11 Q Do you know how long there has been  
 12 a Management Council at The New York Post?  
 13 A No, I do not.  
 14 Q Was there a Management Council in  
 15 existence when you first became the  
 16 Publisher of The New York Post in 2005?  
 17 A I do not recall if there was or  
 18 wasn't.  
 19 Q Were you a member of the Management  
 20 Council?  
 21 A I am a member but I do not attend.  
 22 Q When did you first become a member  
 23 of The New York Post Management Council?  
 24 A I do not recall the date.  
 25 Q How long have you been a member of

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1 PAUL CARLUCCI  
 2 Management Council.  
 3 A Patrick Judge, Seth Rosenthal.  
 4 Q Who is Seth Rosenthal?  
 5 A Advertising manager.  
 6 Courtney -- whose name, I can't  
 7 recall her last name, but she's also a  
 8 member, Courtney.  
 9 Q What department does she work in at  
 10 The New York Post?  
 11 A Advertising.  
 12 Q Anyone else?  
 13 A Yes. Ken Casellas.  
 14 Q Who is Ken Casellas?  
 15 A Advertising manager.  
 16 Patrick Judge. Howard Adler.  
 17 There's representation from Michael Racano.  
 18 Joe, whose name I can't recall  
 19 unfortunately, from Finance.  
 20 There's a few other -- there's  
 21 an additional financial person on the board.  
 22 Amy Scaldone.  
 23 A production manager for from  
 24 the plant whose name escapes me at this  
 25 time. And several others.

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1 PAUL CARLUCCI

2 Q Is Col Allan also a member of the  
3 Management Council?

4 A No.

5 Q Has he ever been a member of the  
6 Management Council?

7 A No.

8 Q Has anyone from the Editorial  
9 Department ever served on the Management  
10 Council?

11 A Not I'm that I'm aware of. There's  
12 no Editorial representation.

13 Q How often did the Management  
14 Council meet in 2009?

15 A I'm not sure how often they met.

16 I'm not sure how often they met.

17 Q Do you recall if Sandra Guzman was  
18 ever discussed at any New York Post  
19 Management Council meeting?

20 A I don't recall the content of  
21 the Management Council, but that would never  
22 be discussed in Editorial. It was strictly  
23 circulation, production times, plant  
24 situations, IT, and mostly advertising  
25 presentations.

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1 PAUL CARLUCCI

2 table.

3 A I'm not sure.

4 Q Have you seen Les Goodstein at  
5 a New York Post Management Council meeting  
6 more than once?

7 A Yes.

8 Q And what is the main purpose of  
9 The New York Post Management Council?

10 MR. KASOWITZ: Objection.

11 Asked and answered.

12 You can answer.

13 A It is to share positive information  
14 about The New York Post.

15 Q What do you mean it's to "share  
16 positive information about The New York  
17 Post"?

18 A Well, it's a group made up of a lot  
19 of advertising people, circulation people,  
20 production people, and it's the next pyramid  
21 of management that reports to the management  
22 team of The New York Post and it's to convey  
23 to them things that are doing well: We sold  
24 a particular account, circulation is going  
25 to increase because we have new outlets.

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1 PAUL CARLUCCI

2 And it was also an extremely brief  
3 meeting.

4 Q When you say extremely brief, how  
5 brief were the meetings?

6 A Twelve, 15 minutes.

7 Q Was Les Goodstein a member of the  
8 Management Council?

9 A I don't know if he is or isn't, but  
10 he does have a representative from the  
11 Community Newspaper, James Spigelman  
12 attends.

13 Q Does James Spigelman work for Les  
14 Goodstein?

15 A I believe he reports to him, yes.

16 Q Did you ever see Les Goodstein at  
17 a New York Post Management Council meeting?

18 A Yes, I have.

19 Q How many times have you seen Les  
20 Goodstein at a New York Post Management  
21 Council meeting?

22 A Probably -- I shouldn't answer  
23 probably.

24 MR. KASOWITZ: Don't guess,  
25 Paul. I will kick you under the

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1 PAUL CARLUCCI

2 Whatever the subject matter of the day might  
3 be.

4 Q You just referred to "the  
5 management team at The New York Post."

6 Who makes up the management team at  
7 The New York Post?

8 A Executive Committee is the  
9 management team of The New York Post.

10 Q So the Executive Committee is the  
11 management team at The New York Post?

12 MR. KASOWITZ: Object to form.

13 Asked and answered.

14 Q Just making sure I heard you  
15 correctly.

16 A Yes.

17 Q Can you turn to the second page of  
18 Deposition Exhibit 14.

19 Can you read the text on that page  
20 into the record?

21 A "Tempo - Jennifer recapped the  
22 decision that Tempo would transition from  
23 a monthly section to three key issues per  
24 year tying around key Latino events."

25 "Action. Amy and Jennifer to

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<p>1 PAUL CARLUCCI 2 finished. 3 You have to calm down. 4 MR. KASOWITZ: Stop that. Stop 5 that. Stop it. 6 MR. THOMPSON: Mr. Kasowitz, 7 this is important. You cannot raise 8 your voice improperly during this 9 deposition. You can state your 10 objections all you want. You don't 11 have the right to raise your voice to 12 anyone at this deposition. 13 MR. KASOWITZ: I'm not raising 14 my voice. 15 MR. THOMPSON: The record is 16 clear. 17 MR. KASOWITZ: I'm not raising 18 my voice. 19 MR. THOMPSON: The videotape is 20 clear. 21 MR. KASOWITZ: I'm not raising 22 my voice. I'm insisting that you let 23 the witness finish answering his 24 question, your question before you 25 cut him off.</p>	<p>1 PAUL CARLUCCI 2 MR. THOMPSON: Are you 3 finished, Mr. Kasowitz? 4 MR. KASOWITZ: Are you done 5 with your answer? 6 THE WITNESS: I don't remember 7 the question. 8 MR. THOMPSON: I'll ask it 9 again. 10 MR. KASOWITZ: You tend to 11 confuse. 12 BY MR. THOMPSON: 13 Q The statement I'm focusing your 14 attention on in this press release is in the 15 paragraph that says, "Mr. Carlucci, 58, 16 joined News Corporation in 1991." 17 Do you see that particular 18 statement in the press release? 19 A Yes, I do. 20 Q Is it true or false that you joined 21 News Corporation in June of 1991? 22 A It's neither true or false. I 23 thought I had joined News America Marketing 24 or News America. I believe the name of it 25 was News America FSI which was a subsidiary</p>
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<p>1 PAUL CARLUCCI 2 of News Corporation. 3 Q Why do you say that that statement 4 that you joined News Corporation in June 5 1991 is neither true or false? 6 A Because my recollection and when I 7 think I joined is that this is obviously 8 a press release, but I disagree with it. 9 I think I joined News America FSI 10 in 1991 and I never worked for the 11 corporation. 12 Q So you're not -- you never were 13 employed by News Corporation? 14 A No. I was employed, from my 15 belief, with News America FSI was I believe 16 the name of the company. 17 Q Okay. 18 MR. THOMPSON: Let's change the 19 tape. 20 THE VIDEOGRAPHER: The time is 21 7:09. We're going off the record. 22 (A brief recess was 23 taken.) 24 THE VIDEOGRAPHER: The time is 25 7:20. We're back on the record.</p>	<p>1 PAUL CARLUCCI 2 BY MR. THOMPSON: 3 Q Mr. Carlucci, do you receive 4 paychecks in connection with your position 5 as Publisher of The New York Post? 6 A Do I receive -- 7 Q Paychecks? 8 A I'm paid automatic deposit. 9 Q Did you ever receive paychecks when 10 you were Publisher of The New York Post? 11 Did you ever receive paychecks in 12 connection with -- 13 A No. It was direct deposit. 14 Q Do you know what company actually 15 pays your salary? 16 A No, I do not. 17 I'll correct it. I think it's News 18 America. 19 Q News America? 20 A I think so. 21 Q Do you know if there was ever 22 a press release issued announcing Les 23 Goodstein's appointment at the company? 24 A Not that I recall. 25 MR. THOMPSON: Can we have this</p>